

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

IN RE: AUTOMOTIVE PARTS
ANTITRUST LITIGATION

MDL NO. 12-02311

SETTLEMENT REGARDING NIPPON SEIKI DEFENDANTS

BEFORE THE HONORABLE MARIANNE O. BATTANI
United States District Judge
Theodore Levin United States Courthouse
231 West Lafayette Boulevard
Detroit, Michigan
Thursday, May 15, 2014

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1 Detroit, Michigan

2 || Thursday, May 15, 2014

3 at about 11:00 a.m.

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— — —

5 (Court and Counsel present.)

6 THE CASE MANAGER: All rise.

10 You may be seated.

11 || The Court calls In Re: Nippon Seiki.

12 THE COURT: Good morning.

13 THE ATTORNEYS: (Collectively) Good morning, Your
14 Honor.

15 THE COURT: Okay. May I have your appearances,
16 please?

17 MR. KOHN: Good Morning, Your Honor. For the
18 direct purchaser plaintiffs, Joseph Kohn, Kohn, Swift & Graf
19 in Philadelphia.

20 MR. HANSEL: For the direct purchasers also,
21 Greg Hansel from Preti, Flaherty, Portland, Maine.

22 MR. SPECTOR: Good morning, Your Honor.

23 Eugene Spector on behalf of the direct purchasers, Spector,
24 Roseman, Philadelphia.

25 MR. KANNER: Good morning, Your Honor. Rounding

1 out the lineup for direct purchasers, my name is Steve Kanner
2 with Freed, Kanner, London & Millen from Chicago.

3 THE COURT: So nobody, nobody brought us good
4 weather from all over the country.

5 MR. HERRMANN: Good morning, Your Honor.

6 Fred Herrmann on behalf of Nippon Seiki defendants.

7 MS. DONOVAN: Molly Donovan of Winston & Strawn
8 also for the Nippon Seiki defendants.

9 MS. LIPSCOMB-JACKSON: Good morning, Your Honor.
10 Tiffany Lipscomb-Jackson, Jones Day, for the Yazaki entities.

11 MR. SMITH: Good morning, Your Honor. Brian Smith
12 for Denso Corporation and Denso International America from
13 Wilmer Hale, Washington D.C.

14 THE COURT: Okay.

15 MR. FINK: And David Fink appearing on behalf of
16 plaintiffs. Sorry.

17 THE COURT: Okay. Very good. Let me get these
18 papers in order.

19 We are here today for direct purchasers' motion for
20 preliminary approval of a proposed settlement. I think I've
21 got that right. Okay. And, Mr. Kohn?

22 MR. KOHN: Thank you, Your Honor. May it please
23 the Court, we are the co-lead counsel, and Mr. Fink, liaison
24 counsel, are very pleased to be here before you today on this
25 motion for preliminary approval of the settlement with the

1 three Nippon Seiki entity defendants.

2 Initially we do want to thank the Court for
3 scheduling this as a separate matter and to keep the matter
4 moving and not waiting for the next regularly-scheduled
5 conference.

6 THE COURT: Any word settlement gets a real quick
7 hearing.

8 MR. KOHN: Well, I think all of us are here and
9 wanted to be here because we do view this as somewhat of a
10 mile marker in the case or a crossroad. We've certainly
11 appreciated, I think all counsel, the Court's patience with
12 the arguments on the Twombly motions and the jurisdictional
13 motions, but I certainly -- I can say personally I'm pleased
14 to be here not on a Twombly motion today, and we hope that as
15 this litigation moves we are here more frequently on motions
16 for approval of settlements than we are on the Twombly
17 motions, but that's all part of the process.

18 If I could just --

19 THE COURT: Can I ask you a question?

20 MR. KOHN: Certainly.

21 THE COURT: I was curious and totally ignorant as
22 to how all of this will come together in the end, but on the
23 indirect proposed settlement that we did and put on the
24 record -- when was that?

25 MR. KOHN: February, Your Honor.

1 THE COURT: February. There was a -- there is a
2 delay in that in terms of proceeding?

3 MR. KOHN: Right.

4 THE COURT: This settlement for the directs has
5 very specific dates, I know there's a little dispute over the
6 dates, although I'm not even sure if that was resolved.

7 MR. KOHN: We have been able to resolve that and we
8 have a revised --

9 THE COURT: All right, good, good, but that is the
10 plan that you will proceed on this -- with this defendant on
11 this part to do the distribution; is that correct?

12 MR. KOHN: Yes, yes, Your Honor. So in that sense
13 this is -- while it completes the settlements of the three
14 plaintiff groups with respect to the Nippon defendants in the
15 IPC case, it is progress in that sense that those defendants
16 will be done finally from that part of the litigation, and
17 this will be the first of the settlements that is moving
18 through the final hearing approval process, and there's
19 simply different issues with respect to the number of class
20 members in the various classes, the direct purchasers are
21 fewer than consumers of automobiles, and we would like to get
22 the finality sooner.

23 Our proposal at this point is not to have a claim
24 form and a distribution with respect to IPC; our usual
25 practice is to wait until there are several settlements or in

1 the best of all worlds the entire case is settled so you can
2 do the claim process once just for efficiency of sending
3 checks to the class members.

4 THE COURT: That's what I wanted to know, where the
5 end result was and if you were going to go over this over and
6 over and over?

7 MR. KOHN: But the sooner we get done with the one,
8 then it would certainly be our hope to move either with the
9 litigation or settlement, and, as Your Honor may be aware, if
10 there are other things that have been filed in some of the
11 constituent cases, our plan is the direct purchasers would be
12 the same with respect to that.

13 So just very briefly for the record, Your Honor,
14 the first of the direct purchaser IPC complaints was filed in
15 February of 2012, the amended consolidated complaint was in
16 January of 2013, and then the settlement of direct purchaser
17 case was signed on April 4th, so approximately a year and
18 several months after the consolidated complaint.

19 The standards for preliminary approval we set forth
20 we think in great detail in our brief, and cited the manual
21 and recent decisions, including Judge Borman's decisions in
22 Packaged Ice, that preliminary approval is not the final
23 approval, you are determining that this is sufficiently
24 serious and within a realm of reason such that it is
25 appropriate to send notice to the class, give them the

1 opportunity to withdraw from the settlement if they choose to
2 register any objection that they might have, and then at the
3 final hearing is when the Court would make the final
4 determination to certify a settlement class to decide whether
5 the settlement is fair, reasonable. And we had also provided
6 in the notice to notify class members that we would request
7 the Court's approval to be able to disburse a portion of the
8 settlement up to, but not exceeding, 20 percent of this
9 settlement for future litigation expenses going forward.
10 That's all subject to Your Honor's approval, and we would
11 brief that. We did cite some cases that have approved those
12 provisions, and there are many more that we will put in our
13 briefing for the final hearing.

14 THE COURT: And that 20 percent here is for
15 expenses, not attorney fees; is that correct?

16 MR. KOHN: Correct, only for the expert costs and
17 that sort of data, and we provide in the draft notices that
18 counsel are not seeking any attorney fees at this time.

19 The notice program is also described in the brief,
20 and we did prepare a schedule which was not filed, all
21 counsel have reviewed it, just to coordinate because the way
22 the order was proposed it just talked about numbers of days,
23 so 60 days from this, and 85 days, so we put it more into a
24 calendar format.

25 The initial issue that Your Honor had touched on

1 about the dispute, the non-settling defendants did request
2 some additional time to prepare the list -- the mailing list
3 of the class members which we have agreed to. Obviously if
4 we can get those lists sooner we can start the mailing sooner
5 and build more time into the schedule.

6 We would request, Your Honor, to consider a date
7 for the final fairness hearing, which we project it could be
8 as soon as October 27th, which is a Monday, anytime
9 thereafter at the Court's convenience we think would be
10 appropriate. Again, these are dates that all counsel have
11 agreed to, settling defendants as well as the non-settling.
12 A revised form of the proposed preliminary approval order was
13 filed by Mr. Fink's office yesterday that incorporated these
14 date changes from the one that was filed with our brief back
15 in April.

16 So, you know, we do think we are obviously within
17 the range of preliminary approval. This is a settlement of
18 \$5.25 million. It is slightly more than five times the
19 criminal fine. It is the largest dollar-amount settlement so
20 far of the settlements with Nippon Seiki. It -- for the same
21 reasons that the Court granted preliminary approval with
22 respect to the indirect settlements, looking as these as
23 icebreaker settlements, there's also significant cooperation
24 that will be available to us even during the period of the
25 stay for the Department of Justice, an additional reason, but

1 we believe in terms of the direct-purchaser class that this
2 is a sum of money that can be approved, can be used to
3 contribute to the ultimate distribution to those companies
4 and start to bring both IPC and the broader litigation to a
5 conclusion.

6 We would respectfully request Your Honor approve
7 the order as agreed by all parties and look forward to seeing
8 you again in June.

9 THE COURT: Okay. Let me -- just while we are on
10 dates and I have the calendar open, that October 27th date, I
11 want to make sure that date is good because that obviously
12 is --

13 MR. KOHN: That is a Monday that week.

14 THE COURT: It is the first day of the conference
15 in the MDL -- in Florida, I don't remember what that is
16 called, but it is the first day of that conference, I just
17 got notice. So I could do it before that if you wanted to
18 move it up a week or if you wanted to move it forward?

19 MR. KOHN: I think, Your Honor, there is this
20 provision in the Class Action Fairness Act, also called CAFA,
21 that requires a minimum of 90 days from the notice to the
22 hearing.

23 THE COURT: Right.

24 MR. KOHN: We probably could, you know, beat that
25 if we get the notice out a few days later but why take a

1 chance, so I think maybe the next week would be practical.

2 THE COURT: How about Tuesday, November 4th? I
3 would ask everyone to look --

4 MR. KOHN: It happens to be election day. I don't
5 know if that's an issue for some people.

6 THE COURT: Oh, let's not do that just in case it
7 is a problem for somebody. Okay. We could do November 5th,
8 November 6th, I mean, I'm pretty free?

9 MR. KOHN: The 5th or 6th would be fine.

10 THE COURT: The 5th would be fine. Okay. Let's do
11 November 5th then. We will start at 2:00 -- or do you want
12 to start in the morning?

13 MR. KOHN: I think 11:00 is a good --

14 THE COURT: You want to stick with the 11:00?
15 Okay.

16 MR. KOHN: Thank you, Your Honor.

17 MR. KANNER: Your Honor, if I might?

18 THE COURT: Yes.

19 MR. KANNER: As I previously indicated,
20 Steve Kanner on behalf of class plaintiffs.

21 I did, if the Court is interested in a brief update
22 with respect to the Lear settlement, come prepared to give
23 you at least a snapshot of what is happening.

24 THE COURT: Okay.

25 MR. KANNER: I think it might be useful to the

1 Court. In fact, the comments about -- the discussion about
2 the date for final approval on this may work out for us, and
3 I will tell you why I think it is a possibility.

4 The Lear settlement with all of the three class
5 groups has, in fact, been submitted to the bankruptcy court,
6 I believe we advised your offices about the settlement. I
7 brought a copy, I don't know if the Court has it, but this is
8 the bankruptcy filing, and being environmentally conscious we
9 printed it on both sides, it's a hundred and some odd pages.

10 THE COURT: Good.

11 MR. KANNER: I'm happy to submit it to the Court.

12 THE COURT: I would like that. If you would give
13 it to Molly so I can read it later.

14 MR. KANNER: That has, of course, complete copies
15 of all the settlement agreements for each of the groups, the
16 notice, the entire series of documents that would be filed
17 along with the settlement agreement. There are some dates
18 which I thought I would advise the Court of.

19 The decision by the bankruptcy court, and we are
20 optimistic, although I'm a stranger to the labyrinth of
21 bankruptcy, folks who know a lot more about it --

22 THE COURT: You should be around here, we are all
23 getting very familiar with it.

24 MR. KANNER: I understand. Fortunately that's not
25 been my area, but May 27th is the final -- is the date for a

1 decision by the bankruptcy court. As I understand it, there
2 is a 20-day appeal period beyond that, so that puts us out to
3 June 16th or 17th, and it is our intention to file the motion
4 for preliminary approval as soon as we have approval and as
5 soon as the period for appeal to the bankruptcy court
6 decision has passed, which would be shortly after June 16th
7 or 17th.

8 Is it possible if the defendants can put together
9 the mailing lists a little more quickly, we could possibly do
10 the same date for final approval hearing on both the Lear and
11 the Nippon Seiki settlements. And I think from my own
12 standpoint of judicial economy and our own time and effort it
13 seems to make sense that if we can do both of them the same
14 day I certainly would like to strive to accomplish that.

15 THE COURT: Well, that would be wonderful. You
16 will have to really be on top of it to make sure all the time
17 periods and the notices, et cetera --

18 MR. KANNER: We may just be able to squeak it in.
19 If not, you may have the privilege of seeing us a week or two
20 after that for -- after the Nippon Seiki settlement agreement
21 to do one more, but I'm going to try my best.

22 THE COURT: Okay. Well, let's try for it and see
23 if you can do it.

24 MR. KANNER: Exactly, Your Honor.

25 THE COURT: Okay. Thank you.

1 MR. KANNER: Thank you very much.

2 THE COURT: As to the defendants on the preliminary
3 approval --

4 MR. HERRMANN: It has been --

5 THE COURT: Oh, just one other thought before we
6 forget this -- before I forget here, Mr. Kanner.

7 MR. KANNER: Sure.

8 THE COURT: Another possibility, if you are talking
9 about one week, you know, move it up a week or two weeks, you
10 know, we might move this other settlement -- or fairness
11 hearing a week or two. It is going to have to be coordinated
12 because of the notices, but it is possible if you are that
13 close that you could --

14 MR. KANNER: I will make that -- we will talk about
15 that in the next day or two. Mr. Spector made a comment as I
16 sat down, and I'm sorry, I wasn't directly focusing, that may
17 actually be very significant over here; we may file our
18 motion for the defendants to produce the mailing lists
19 earlier. If we have those mailing lists available we may
20 just be able to -- I think, in fact, it is much more likely
21 we can make the deadline, and if they are going to accumulate
22 the mailing lists anyway I may have that motion set for -- I
23 believe we are due here in two weeks.

24 THE COURT: Okay.

25 MR. KANNER: And that would -- that would push the

1 ball ahead by at least 30 days in which case we have a good
2 shot at it.

3 THE COURT: All right. So all possibilities but
4 the aim is to get them together.

5 MR. KANNER: We are going to do everything we can
6 to move it ahead as quickly as we possibly can.

7 THE COURT: Okay.

8 MR. KANNER: Thank you.

9 MR. HERRMANN: Fred Herrmann, Your Honor, for the
10 Nippon Seiki defendants. Mr. Kohn accurately presented the
11 settlement terms and the motion to the Court. We have
12 nothing further to add, and, of course, have no objection
13 unless the Court has any questions?

14 THE COURT: No.

15 MR. HERRMANN: Thank you, Your Honor.

16 THE COURT: Okay. Ms. Jackson?

17 MS. LIPSCOMB-JACKSON: Good morning, Your Honor,
18 Tiffany Lipscomb-Jackson of Jones Day representing Yazaki,
19 but speaking on behalf of Yazaki and Denso with respect to
20 the motion for preliminary approval for the IPC case.

21 THE COURT: And I understand that you have -- you
22 want to make sure that the provisions are in there to allow
23 you to object to the class cert?

24 MS. LIPSCOMB-JACKSON: Yes, just as we stated with
25 the end payer and the auto dealer motion for preliminary

1 approval, I think it is paragraph 20 in what is proposed
2 right now, that is very important to us. And if the Court is
3 inclined to enter the order as it was submitted by direct
4 purchasers yesterday then I don't think we have any other
5 concerns, but to the extent that the Court decided that it
6 did not want to enter paragraph 20 we would simply ask for
7 time to build the necessary record to have a fulsome
8 opposition to class cert?

9 THE COURT: No, I think that paragraph 20 was
10 agreed to by all of the plaintiffs, and certainly you
11 requested it, and I think it is fair, it shouldn't hold up
12 this settlement, this should go forward, but I understand
13 that you do not want the impact on the definition of class?

14 MS. LIPSCOMB-JACKSON: Correct, Your Honor, and so
15 that's our only concern. As Mr. Kohn stated, we have come to
16 terms on the amount of time it takes to pull together the
17 addresses that they have requested so we are good.

18 THE COURT: Okay. Very good. Very good.

19 MS. LIPSCOMB-JACKSON: Thank you, Your Honor.

20 THE COURT: All right. Anybody else want to say
21 anything before -- Mr. Fink?

22 MR. FINK: Not on this motion, I just wanted to
23 make a comment when we were done with this proceeding.

24 THE COURT: I just want to put a few remarks on the
25 record so it is on the record that I approve this because I

1 do approve it. Certainly in these motions the plaintiffs ask
2 for this preliminary approval for a provisional approval of
3 the settlement class, for dissemination of a notice of the
4 proceedings against Nippon, and authorization to provide
5 notice of the settlement agreement to class members at a
6 later date in a form and manner to be approved in advance,
7 and appointment of ACap as settlement class representative
8 and interim co-lead class counsel as settlement class
9 counsel.

10 We know that Yazaki and Denso, while they might not
11 be entitled to object, they have -- they filed a response and
12 we have already put that on the record, so I don't need to go
13 over that.

14 The first thing is should the Court grant the
15 preliminary approval of the proposed settlement. We know
16 that the settlement provides for a guaranteed cash recovery
17 of \$5.25 million, I believe, plus accrued interest, and
18 Nippon Seiki will pay the money into an interest-bearing
19 escrow account.

20 I did want one other -- I have one other question
21 here, this account versus the account on the indirects is a
22 separate --

23 MR. KOHN: Yes, Your Honor, these are separate
24 classes, separate accounts, structured in a similar manner
25 but separate.

1 THE COURT: Thank you. I just wanted to be sure
2 about that. This amount is far greater than the \$1 million
3 fine paid for defendant's involvement in the price fixing,
4 Defendant Nippon Seiki's involvement.

5 And the governing standard here under 23(e)(2) is
6 that the settlement must be fair, reasonable and adequate.
7 The Court considers whether the proposed settlement falls
8 within the range of possible approval. In reviewing this
9 matter the first step here is the preliminary prenotification
10 hearing to determine whether the proposed settlement is
11 within the range of possible approval.

12 Here based on the information that has already been
13 presented to the Court as well as the motion and briefs
14 relating to the IPCs, the Court finds the proposed settlement
15 deserves preliminary approval.

16 Factors favoring settlement show in this Court's
17 opinion that the result appears fair and reasonable and
18 adequate in light of the expense, duration and uncertainty of
19 the continued litigation. The claims here I know are complex
20 and the issues are numerous. The defendants are foreign
21 parties so it certainly makes discovery a little more
22 complicated.

23 Appeal is more -- is more certain, of course, in
24 the absence of the settlement and the requirement -- the
25 agreement requires immediate and substantial cooperation. I

1 I think that's an important part of this settlement given the
2 amount that you get the cooperation of the defendant, Nippon.

3 And I also believe that the negotiations involved
4 arm-length negotiations by experienced counsel, and I say
5 here for the record, and I know it is certainly a factor, is
6 that the Court give weight to experienced counsel, I know the
7 backgrounds of counsel, I feel very confident in counsel and
8 their abilities to handle these matters and therefore I feel
9 that that gives much credit and credibility to the proposed
10 settlement.

11 The time table for the notices I think is fair and
12 you have resolved that so I have no problems with that.

13 In terms of the request to allow 20 percent of the
14 settlement fund to be used for litigation expenses, I think
15 that's fair. The Court is well aware of the time that the
16 attorneys have put in -- plaintiffs' attorneys at least, and
17 I'm sure the defendants' attorneys, but I get their billings
18 so -- and I know what their billings are and how much has
19 gone into this, and I know they have their own fund, so I
20 think it is perfectly reasonable to allow 20 percent, I think
21 that percentage is a reasonable amount.

22 The next issue is whether the proposed settlement
23 class should be provisionally certified under Rule 23. I'm
24 going to briefly just go over those factors.

25 Numerosity: We know that there are many plaintiffs

1 and the class contains so many members that joinder would be
2 impracticable, also they are throughout the United States.

3 The questions of law or fact are common to the
4 class, so there certainly is commonality. Antitrust
5 price-fixing conspiracy cases by their nature deal with
6 common legal and factual questions about the existence, scope
7 and effect of the alleged conspiracy. And there are a number
8 of factors which I'm not going to repeat, I think that it
9 is -- it is very clear that there is a commonality here.

10 Also, typicality; the proposed class representative
11 can satisfy this requirement or this prerequisite if its
12 claim arises from the same event or practice that gives rise
13 to the claim of other class members. Here the Court is
14 satisfied that the individual plaintiffs' injury arises from
15 the same wrong that is alleged as injuring the class as a
16 whole.

17 In terms of adequacy of representation, the Court
18 must be assured, and in this case certainly feels assured,
19 that the representative parties will fairly and adequately
20 protect the interest of the class, that is the named
21 plaintiffs would represent the class, and there's not a
22 conflict amongst them, and the other thing is the adequacy of
23 class counsel representation. Well, we know here that ACap,
24 at least the Court finds, will fairly and adequately protect
25 the interest of the class because it has the same interest as

1 other class members. Accordingly, the Court finds that the
2 plaintiffs are adequate class representative and that their
3 counsel, I have already indicated the Court has confidence in
4 the counsel because I know their background and because they
5 have been here practicing extensively in this action, and I
6 find it to be very good representation.

7 So because rule -- another rule is that the
8 requirement of 23(b) (3), that punitive class plaintiffs
9 demonstrate the common questions predominate over questions
10 affecting only individual members, and that class resolution
11 is superior to other methods for the fair and efficient
12 adjudication of the controversy.

13 Here the claim involves a single global conspiracy
14 from which all proposed class members' injuries arise, and
15 this suggests the existence of shared issues relative to the
16 scope of the conspiracy, the market, the aggregate amount of
17 damages, et cetera. Evidence shows a violation as to one
18 settlement class member is common to the class and will
19 provide violation to all.

20 So I find that there are the common issues, that a
21 class action is the superior method to adjudicate these
22 claims, and therefore for purposes of the proposed settlement
23 only the Court, pending final approval of the proposed
24 settlement after the final fairness hearing, that the
25 prerequisites of a class action under Rule 23 have been met.

1 I think I covered all the points but if I didn't I
2 want to make sure they are on the record. Is there anything
3 else anybody wants to add?

4 MR. KOHN: Not from our perspective, Your Honor. I
5 think you did cover everything.

6 THE COURT: Anything from defense?

7 MR. HERRMANN: Nothing to add, Your Honor.

8 THE COURT: All right. Thank you very much. The
9 Court will approve the proposed preliminary settlement and I
10 will sign the order that was entered just yesterday. I know
11 I have an older copy, but I will do the one with the updated
12 dates.

13 Mr. Fink?

14 MR. FINK: Your Honor, we are done with the
15 business that's on the agenda, right?

16 THE COURT: We are.

17 MR. FINK: Your Honor, I just want to say that by
18 the time that we come back to this Court, which is June 4th,
19 most, if not everyone, in the Court is aware there will be
20 one very significant change.

21 THE COURT: True.

22 MR. FINK: And that is the startling and
23 well-deserved retirement of your case manager, Bernadette.
24 Most of us were dumbfounded when we got the word that she had
25 worked for 40 years in this building suggesting that the

1 child labor laws were violated when she was hired.

2 And I have to say that in this process, in this
3 case -- these cases in particular, her patience, her skill,
4 her good sense of humor through all the absurdity of what she
5 has had to deal with the attorneys as we try to move
6 consistent with the rules and procedures of this Court and
7 yet still move along in a friendly and cooperative way, it is
8 astonishing what she has been able to do. We are all -- when
9 I say all, everyone on the defendants' and plaintiffs' side,
10 while we are saddened that she is leaving, we all -- I know
11 they all join me in wishing her well in her retirement and it
12 is our great loss but she obviously deserves this and we will
13 miss her sorely.

14 THE COURT: Thank you.

15 MR. HERMANN: Hear, hear.

16 THE COURT: Thank you.

17 THE CASE MANAGER: It takes David Fink for me to
18 cry. I thank you so much. It has been a pleasure working
19 with all of you and I will miss you too. Thank you.

20 THE COURT: Bernie almost changed her mind today
21 about retiring as she came back and said oh, I will miss
22 these attorneys, they are all so good.

23 THE CASE MANAGER: It's true.

24 THE COURT: So you have -- I appreciate Bernie, the
25 greatest loss is, of course, we are going to miss her here

1 terribly. With the 40 years of experience, I mean, that was
2 from the cradle to the court, I don't know why but she did
3 that, she knows everything so -- she knows everyone, and that
4 has been an invaluable asset to me personally and to our
5 chambers, so we will miss her too.

6 We are going to formally say goodbye on Monday, the
7 19th, we are having a little party here. If any of you are
8 around you are welcome.

9 I want to say something else, I think it is a
10 credit to you. And, you know, many of you I have heard your
11 names just in class-action discussions, you know, your names
12 pop up, and it was very exciting to me to actually come and
13 have an opportunity to see you in action, but I think that
14 your professionalism is exhibited dramatically in this
15 action. I'm sure you do it in every action but I only have
16 this, and as you know, this is the first MDL I have had, and
17 I have just been absolutely amazed at what you have all done.
18 I wish your attorney fees weren't so high.

19 MR. FINK: We wish they weren't so low.

20 THE COURT: But I thank you very much. I will see
21 you on the 4th. I think we just sent out notice for agenda
22 items went out --

23 THE CASE MANAGER: It will, Judge, it has not yet
24 but it will. I did mention to them it is going out today.

25 MS. LIPSCOMB-JACKSON: Can I make one point? I

1 I hate to come in after all of those great speeches and say
2 something that is not so uplifting, although I agree with
3 everything that was said.

4 I just want to make the point, and I'm speaking
5 only on behalf of Yazaki at this time, with respect to the
6 Lear settlement and the customer list, it would certainly not
7 be our position that it is going to be the same list that is
8 generated with respect to the IPC case, and so I just want to
9 clarify to the extent Mr. Kanner's statements could have been
10 interpreted to mean that. That was my only piece. Thank
11 you.

12 MR. KANNER: They weren't. Different product, Your
13 Honor, I was just hoping to get the process started a little
14 earlier, that's all.

15 THE COURT: Okay. Well, there may be an
16 interesting motion coming up, we will see. Okay. Thank you
17 all very much.

18 THE ATTORNEYS: (Collectively) Thank you, Your
19 Honor.

20 (Proceedings concluded at 11:31 a.m.)

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CERTIFICATION

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3 I, Robert L. Smith, Official Court Reporter of
4 the United States District Court, Eastern District of
5 Michigan, appointed pursuant to the provisions of Title 28,
6 United States Code, Section 753, do hereby certify that the
7 foregoing pages comprise a full, true and correct transcript
8 taken in the matter of AUTOMOTIVE PARTS ANTITRUST LITIGATION,
9 Case No. 12-2311, on Thursday, May 15, 2014.

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s/Robert L. Smith
Robert L. Smith, RPR, CSR 5098
Federal Official Court Reporter
United States District Court
Eastern District of Michigan

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Date: 06/03/2014

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Detroit, Michigan

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